

# **INVESTAR HOLDING CORP**

# Filed by **EJF CAPITAL LLC**

# FORM SC 13G (Statement of Ownership)

Filed 06/15/20

Address 10500 COURSEY BLVD

THIRD FLOOR

BATON ROUGE, LA, 70816

Telephone 225-227-2222

> CIK 0001602658

Symbol **ISTR** 

Fiscal Year 12/31



### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

## SCHEDULE 13G Under the Securities Exchange Act of 1934

Investar Holding Corp.
(Name of Issuer)
Common Stock, par value \$1.00 per share
(Title of Class of Securities)
46134L105
(CUSIP Number)
June 5, 2020
(Date of Event which Requires Filing of this Statement)
Check the appropriate box to designate the rule pursuant to which this Schedule is filed:
□ Rule 13d-1(b)
□ Rule 13d-1(c)
☐ Rule 13d-1(d)
* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.
The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

	NAMES OF REPORTING PERSONS		
1	EJF Capital LLC		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a)□  (b)⊠		
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware		
		5	SOLE VOTING POWER 0
NUMBER OF S BENEFICIA OWNED BY	LLY	6	SHARED VOTING POWER 557,768
REPORTING P	PERSON	7	SOLE DISPOSITIVE POWER 0
		8	SHARED DISPOSITIVE POWER 557,768
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 557,768		
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.1%(1)		
12	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) IA		

<sup>(1)</sup> Based on 10,938,709 shares of common stock, par value \$1.00 per share ("Common Stock") outstanding as of May 6, 2020, as disclosed in the Issuer's Form 10-Q filed with the U.S. Securities and Exchange Commission ("SEC") on May 8, 2020.

	NAMES OF REPORTING PERSONS			
1	Emanuel J. Friedman			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a)□  (b)⊠			
3	SEC USE ONLY			
4	CITIZENSHIP OR PLACE OF ORGANIZATION United States			
		5	SOLE VOTING POWER 0	
NUMBER OF S BENEFICIA OWNED BY I	LLY	6	SHARED VOTING POWER 557,768	
REPORTING P WITH		7	SOLE DISPOSITIVE POWER 0	
		8	SHARED DISPOSITIVE POWER 557,768	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 557,768			
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)			
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.1%(1)			
12	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) IN			

<sup>(1)</sup> Based on 10,938,709 shares of Common Stock outstanding as of May 6, 2020, as disclosed in the Issuer's Form 10-Q filed with the SEC on May 8, 2020.

1	NAMES OF REPORTING PERSONS					
	EJF Sidecar Fund, Series LLC - Series E					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a)□  (b)⊠					
3	SEC USE ONLY					
4	CITIZENSHIP OR PLACE OF ORGANIZATION  Delaware					
	5	SOLE VOTING POWER 0				
NUMBER OF SI BENEFICIAL OWNED BY E	LLY	SHARED VOTING POWER 399,800				
REPORTING PI		SOLE DISPOSITIVE POWER 0				
	8	SHARED DISPOSITIVE POWER 399,800				
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 399,800					
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  3.7%(1)					
12	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)  OO					

<sup>(1)</sup> Based on 10,938,709 shares of Common Stock outstanding as of May 6, 2020, as disclosed in the Issuer's Form 10-Q filed with the SEC on May 8, 2020.

4	NAMES OF REPORTING PERSONS					
1	EJF Financial Services Fund, LP					
	CHECK	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP				
2	(a)					
2	$(b)\boxtimes$					
	SEC USE ONLY					
3						
	CITIZENSHIP OR PLACE OF ORGANIZATION					
4	Delaware					
	1		SOLE VOTING POWER			
		5	0			
			SHARED VOTING POWER			
NUMBER OF S BENEFICIA	LLY		128,985			
OWNED BY I	_		SOLE DISPOSITIVE POWER			
WITH		7	0			
			SHARED DISPOSITIVE POWER			
		8	128,985			
	AGGRE	GATE A	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
9	128,985					
	CHECK	IF THE	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)			
10						
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
11	1.2%(1)					
	TYPE O	F REPO	PRTING PERSON (SEE INSTRUCTIONS)			
12	PN					

<sup>(1)</sup> Based on 10,938,709 shares of Common Stock outstanding as of May 6, 2020, as disclosed in the Issuer's Form 10-Q filed with the SEC on May 8, 2020.

	NAMES OF REPORTING PERSONS			
1	EJF Financial Services GP, LLC			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a)□  (b)⊠			
3	SEC USE ONLY			
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware			
		5	SOLE VOTING POWER 0	
NUMBER OF S BENEFICIA OWNED BY I	ALLY	6	SHARED VOTING POWER 128,985	
REPORTING P WITH	PERSON	7	SOLE DISPOSITIVE POWER 0	
		8	SHARED DISPOSITIVE POWER 128,985	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 128,985			
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)			
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 1.2%(1)			
12	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) OO			

<sup>(1)</sup> Based on 10,938,709 shares of Common Stock outstanding as of May 6, 2020, as disclosed in the Issuer's Form 10-Q filed with the SEC on May 8, 2020.

## Item 1. (a) Name of Issuer Investar Holding Corp. Item 1. (b) Address of Issuer's Principal Executive Offices 7244 Perkins Road Baton Rouge, Louisiana 70808 Item 2. (a) Name of Person Filing This Schedule 13G is being filed on behalf of the following persons (the "Reporting Persons")\*: EJF Capital LLC; (i) Emanuel J. Friedman; (ii) EJF Sidecar Fund, Series LLC - Series E ("Sidecar E"); (iii) EJF Financial Services Fund, LP (the "Financial Services Fund"); and (iv) EJF Financial Services GP, LLC. \*Attached as Exhibit A is a copy of an agreement among the Reporting Persons that this Schedule 13G is being filed on behalf of each of them. Address of Principal Business Office or, if None, Residence Item 2. (b) The address of the principal business office of each Reporting Person is: 2107 Wilson Boulevard Suite 410 Arlington, VA 22201 Item 2. (c) Citizenship See Item 4 of the attached cover pages. Item 2. (d) **Title of Class of Securities** Common Stock, par value \$1.00 per share ("Common Stock") Item 2. (e) **CUSIP Number** 46134L105 Item 3. If This Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a: Not Applicable. Item 4. Ownership (a) Amount beneficially owned: See Item 9 of the attached cover pages. (b) Percent of class: See Item 11 of the attached cover pages. (c) Number of shares as to which such person has: (i) Sole power to vote or to direct the vote: See Item 5 of the attached cover pages.

(ii) Shared power to vote or to direct the vote:

See Item 6 of the attached cover pages.

(iii) Sole power to dispose or to direct the disposition:

See Item 7 of the attached cover pages.

(iv) Shared power to dispose or to direct the disposition:

See Item 8 of the attached cover pages.

Each of Sidecar E and the Financial Services Fund is the record owner of the number of shares of Common Stock shown on item 9 of their respective cover pages.

EJF Financial Services GP, LLC is the general partner of the Financial Services Fund (and an investment manager of certain affiliates thereof) and may be deemed to share beneficial ownership of the shares of Common Stock of which the Financial Services Fund is the record owner.

EJF Capital LLC is the managing member of Sidecar E (and the investment manager of an affiliate thereof) and the sole member of EJF Financial Services GP, LLC, and may be deemed to share beneficial ownership of the shares of Common Stock of which Sidecar E is the record owner and the shares of Common Stock of which EJF Financial Services GP, LLC may share beneficial ownership. EJF Capital LLC also serves as the investment manager of a managed account and may be deemed to share beneficial ownership of the 28,983 shares of Common Stock of which the managed account is the record owner.

Emanuel J. Friedman is the controlling member of EJF Capital LLC and may be deemed to share beneficial ownership of the shares of Common Stock over which EJF Capital LLC may share beneficial ownership.

Item 5. Ownership of Five Percent or Less of a Class

Not Applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company

Not Applicable.

Item 8. Identification and Classification of Members of the Group

Not Applicable.

Item 9. Notice of Dissolution of Group

Not Applicable.

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

#### **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: June 15, 2020

#### EJF CAPITAL LLC

By: /s/ David Bell

Name: David Bell
Title: General Counsel

#### EMANUEL J. FRIEDMAN

By: /s/ Emanuel J. Friedman

Name: Emanuel J. Friedman

#### EJF SIDECAR FUND, SERIES LLC - SERIES E

By: EJF CAPITAL LLC Its: Managing Member

By: /s/ David Bell

Name: David Bell Title: General Counsel

#### EJF FINANCIAL SERVICES FUND, LP

By: EJF FINANCIAL SERVICES GP, LLC

Its: General Partner

By: EJF CAPITAL LLC Its: Sole Member

By: /s/ David Bell

Name: David Bell Title: General Counsel

#### EJF FINANCIAL SERVICES GP, LLC

By: EJF CAPITAL LLC Its: Sole Member

By: /s/ David Bell

Name: David Bell Title: General Counsel

#### **EXHIBIT A**

The undersigned, EJF Capital LLC, a Delaware limited liability company, Emanuel J. Friedman, EJF Sidecar Fund, Series LLC - Series E, a Delaware separate series limited liability company, EJF Financial Services Fund, LP, a Delaware limited partnership, and EJF Financial Services GP, LLC, a Delaware limited liability company, hereby agree and acknowledge that the information required by this Schedule 13G, to which this Agreement is attached as an exhibit, is filed on behalf of each of them. The undersigned further agree that any further amendments or supplements thereto shall also be filed on behalf of each of them.

Dated: June 15, 2020

#### EJF CAPITAL LLC

By: /s/ David Bell

Name: David Bell Title: General Counsel

#### EMANUEL J. FRIEDMAN

By: /s/ Emanuel J. Friedman

Emanuel J. Friedman

#### EJF SIDECAR FUND, SERIES LLC - SERIES E

By: EJF CAPITAL LLC Its: Managing Member

By: /s/ David Bell

Name: David Bell General Counsel Title:

#### EJF FINANCIAL SERVICES FUND, LP

By: EJF FINANCIAL SERVICES GP, LLC

Its: General Partner

By: EJF CAPITAL LLC

Its: Sole Member

By: /s/ David Bell

Name: David Bell Title: General Counsel

#### EJF FINANCIAL SERVICES GP, LLC

By: EJF CAPITAL LLC Its: Sole Member

By: /s/ David Bell

Name: David Bell Title: General Counsel